

|  |  |  |  |
|--|--|--|--|
| <p>Attorney or Party Name, Address, Telephone &amp; FAX<br/>Nos., State Bar No. &amp; Email Address</p> <p>Michael R. Totaro 102229<br/>Totaro &amp; Shanahan<br/>P.O. Box 789<br/>Pacific Palisades, CA 90272<br/>(800) 541-2802 (v)<br/>(310) 496-1260 (f)<br/>ocbatty@aol.com</p> <p><input type="checkbox"/> Debtor(s) appearing without an attorney<br/><input checked="" type="checkbox"/> Attorney for: Debtor/Debtor in Possession</p> |  | <p>FOR COURT USE ONLY</p>  |  |
| <p><b>UNITED STATES BANKRUPTCY COURT<br/>CENTRAL DISTRICT OF CALIFORNIA - LOS ANGELES DIVISION</b></p>   |  |  |  |
| <p>In re:</p> <p>Hidden Creek Ranch, LLC</p>   |  | <p>CASE NO.: 2:20-bk- 13673-SK<br/>CHAPTER: 11</p>   |  |
|  |  | <p><b>Corrected</b></p> <p><b>NOTICE OF OPPORTUNITY TO<br/>REQUEST A HEARING ON MOTION</b></p> <p><b>[LBR 9013-1(o)]</b></p> |  |
| <p>Debtor(s).</p>  |  | <p>[No hearing unless requested in writing]</p>  |  |

**TO THE U.S. TRUSTEE AND ALL PARTIES ENTITLED TO NOTICE, PLEASE TAKE NOTICE THAT:**

1. Movant(s) Hidden Creek Ranch, LLC  
filed a motion or application (Motion) entitled Application to Employ Michael R. Totaro and Totaro & Shanahan as General Insolvency Counsel
2. Movant(s) is requesting that the court grant the Motion without a hearing as provided for in LBR 9013-1(o), unless a party in interest timely files and serves a written opposition to the Motion and requests a hearing.
3. The Motion is based upon the legal and factual grounds set forth in the Motion. (*Check appropriate box below*):  
☒ The full Motion is attached to this notice; or  
☐ The full Motion was filed with the court as docket entry # \_\_\_\_\_, and a detailed description of the relief sought is attached to this notice.
4. **DEADLINE FOR FILING AND SERVING OPPOSITION PAPERS AND REQUEST FOR A HEARING:** Pursuant to LBR 9013-1(o), any party who opposes the Motion may request a hearing on the Motion. The deadline to file and serve a written opposition and request for a hearing is 14 days after the date of service of this notice, plus 3 additional days if you were served by mail or pursuant to F.R.Civ.P. 5(b)(2)(D) or (F).

This form is optional. It has been approved for use in the United States Bankruptcy Court for the Central District of California.

- a. If you timely file and serve a written opposition and request for a hearing, movant will file and serve a notice of hearing at least 14 days in advance of the hearing. [LBR 9013-1(o)(4)]
- b. If you fail to comply with this deadline:
  - (1) Movant will file a declaration to indicate: (1) the Motion was properly served, (2) the response period elapsed, and (3) no party filed and served a written opposition and request for a hearing within 14 days after the date of service of the notice [LBR 9013-1(o)(3)];
  - (2) Movant will lodge an order that the court may use to grant the Motion; and
  - (3) The court may treat your failure as a waiver of your right to oppose the Motion and may grant the Motion without further hearing and notice. [LBR 9013-1(h)]

Respectfully submitted,

Date: 04/15/2020

/s/ Michael R/ Totaro

Signature of Movant or attorney for Movant

Michael R. Totaro

Printed name of Movant or attorney for Movant

1 Michael R. Totaro 102229  
2 Totaro & Shanahan  
3 P.O. Box 789  
4 Pacific Palisades, CA 90272  
5 (800) 541-29-2 (v)  
6 (310) 496-1260 (f)  
7 Ocbkatty@aol.com

8 Attorneys for Debtors/Debtors in Possession

9 UNITED STATES BANKRUPTCY COURT  
10 CENTRAL DISTRICT OF CALIFORNIA, LOS ANGELES DIVISION

11 In re

12 Hidden Creek Ranch, LLC

13 Debtors/Debtors in Possession.

Case No. 2:20-bk-13673-SK

Chapter 11

APPLICATION BY DEBTORS AND  
DEBTORS IN POSSESSION TO EMPLOY  
MICHAEL R. TOTARO AND THE LAW  
OFFICES OF TOTARO & SHANAHAN AS  
GENERAL INSOLVENCY COUNSEL AND  
APPROVAL OF HOURLY FEE;  
DECLARATIONS IN SUPPORT

[NO HEARING REQUESTED-LBR -9013-1 (f)]

17  
18 TO THE HONORABLE COURT, THE UNITED STATES TRUSTEE AND ALL  
19 INTERESTED PARTIES:

20  
21 Hidden Creek Ranch, LLC (Hidden Creek) the Debtor and Debtor In Possession in  
22 the above captioned case ("Debtor"), seeks an order approving their retention of Michael  
23 R. Totaro ("Totaro") and Totaro & Shanahan, (the "Firm"), as general insolvency counsel,  
24 effective April 15, 2020 pursuant to 11 U.S.C. sections 327, 330 and rule 2014(a) of the  
25 Federal Rules of Bankruptcy Procedure and approval of hourly billing rates. In support of  
26 this application Debtors represent:

27 1. On or about April 1, 2020 Debtor retained Michael R. Totaro ("Totaro") and  
28 the law firm of Totaro & Shanahan ("the Firm") to represent Debtors in this Chapter 11  
bankruptcy proceeding. Pre-petition services commenced at that which included

1 preparation of the petition and review of all financial information including a review of  
2 each of Debtor's' LLC debts and Deeds of Trust.

3 2. On April 15, 2020, a Voluntary Chapter 11 petition was filed on behalf of  
4 Debtor to stop a foreclosure sale of property which has substantial equity. Post-petition  
5 services commenced the same date. Debtor remains in possession of the property and estate  
6 as a Debtor in Possession as no trustee has been appointed and have continued to manage  
7 its affairs as a Debtor In Possession pursuant to sections 1107 and 1108 of the Bankruptcy  
8 Code.

9 3. Debtor is an LLC and cannot represent itself. Managing member, Andrew  
10 Nowaczek has authorized this filing and employment.

11 4. Debtor has selected and retained Totaro and the Firm to represent Debtors in  
12 this proceeding. Totaro is admitted to practice before this Court and has considerable  
13 experience in bankruptcy matters having represented numerous debtors in Chapters 7, 11  
14 and 13 bankruptcy proceedings. Totaro will be primarily responsible for the Firm's  
15 representation. Debtors cannot appear in Court without counsel and therefore it is necessary  
16 to employ bankruptcy counsel to represent Debtors' interests. Debtors would be unable to  
17 reorganize without the benefit of competent legal advice. Thus, retention of General  
18 insolvency Counsel for the representation set forth herein will afford the Debtors the  
19 benefit of experienced bankruptcy counsel familiar with the affairs of the Debtors as they  
20 relate to this proceeding. Debtors represent that employment of Totaro and the Firm would  
21 be in the best interests of the estate.

22 5. Totaro and the Firm will render services on a flat fee basis of \$10,000 which  
23 has been paid and received. No further fees or costs will be sought. The parties have signed  
24 a fee agreement for this amount. Each of the attorneys have over 39 years of legal  
25 experience as set forth in the declaration of Michael R. Totaro submitted with this  
26 application.

27 6. If in the future Debtor and the Firm agree to further fees, court approval will  
28 be sought and the Firm would apply to this Court for compensation in conformity with  
Bankruptcy Code §§ 327, 329, 330, and 331 and local bankruptcy rules and understands

1 that its competition will be subject to the approval of the Court. Counsel will seek a final  
2 fee application in conjunction with the sale of the estate property.

3 7. The legal services rendered pre-petition and those to be performed post-  
4 petition by Totaro and the Firm in this case, include but are not limited to:

5 **a. Pre-Petition Services:**

6 Completing the petition and schedules and original motions as needed.

7 **b. Post-Petition Services:**

8 1) Preparation of the 7 day compliance packet, Include status reports,  
9 review and consultation concerning Monthly Operating Reports, and personal attendance  
10 at all hearings, included but not limited to the Status Conference, Initial Debtor Interview  
11 ("IDI"), the meeting of creditors pursuant to Bankruptcy Code section 341(a) or any  
12 continuance thereof, all status conferences; preparation of any first day motions and  
13 employment applications and all hearings on motions, the disclosure statement and plan;

14 2) Consultation with Debtor's representative concerning  
15 documents needed and reports to be prepared and consultation with other professionals to  
16 be employed by Debtors;

17 3) Assisting Debtor in preparation of documents for compliance  
18 with the requirements of the Office of the United States Trustee ("OUST");

19 4) Negotiations with secured and unsecured creditors regarding  
20 the amount and payment of their claims;

21 5) Discussions with Debtor's representative concerning the  
22 Disclosure Statement and plan of reorganization;

23 6) Preparation of the Disclosure Statement and Chapter 11 Plan  
24 of Reorganization and any amendments/changes to the same;

25 7) Submission of ballots to creditors, tally of ballots and  
26 submission to the Court;

27 8) Response to any objections to disclosure statement and/or plan;

28 9) Response to any motions for relief from stay, motions to  
dismiss or any other motions or contested matters;

1           8. In cases involving litigation, if litigation counsel is employed the Firm will  
2 assist in the following matters. In cases where no litigation counsel is employed, the Firm  
3 will undertake the following matters:

4           a. The preparation, submission and prosecution of any adversary  
5 proceedings that may be necessary to the case including but not limited to determining the  
6 value of real property as collateral and extinguishing unsecured liens on real property;

7           b. Review of proofs of claims and if necessary, preparation of formal  
8 objections with respect to claims asserted;

9           c. Opposition to any motion sought by trustee, court and/or creditors;

10          d. Any other adversary matter that arises during this case.

11          9. Totaro and the Firm do not have any other connections with the Debtors, the  
12 creditors, any party in interest, their respective attorneys or accountants, or with the Office  
13 of the United States. Totaro and the Firm do not represent any interests adverse to the estate  
14 and Totaro and the Firm are disinterested persons as defined in 11 U.S.C. § 101(14) and  
15 11 U.S.C. § 327(a) as is more specifically set forth in the Declaration of Michael R. Totaro.

16          10. The Firm consists of two attorneys and one paralegal who are familiar with  
17 the Bankruptcy Code, the Federal Rules of Bankruptcy Procedure, the Local Bankruptcy  
18 Rules, and will comply with them. Each of attorneys are duly admitted to practice law  
19 before the Courts of the State of California both state and federal, before the Ninth Circuit  
20 Court of Appeals, various other Circuit Courts and the United States Supreme Court.

21          11. No promises have been made by the Firm or any principal or associate in  
22 connection with this case and their outcome and the Firm has no agreement with any other  
23 entity to share any compensation received by the Firm in connection with the case.

24           **WHEREFORE**, Debtors respectfully requests that it be authorized and empowered  
25 to employ Totaro and the Firm as counsel to aid in these proceedings, and for approval of  
26 the hourly rate and for such other and further relief as the Court may deem proper under  
27 the circumstances.  
28

1 Dated: April 15, 2020

Totaro & Shanahan

2  
3 By /s/ Michael R. Totaro  
Michael R. Totaro

4 Reviewed and approved:

5 Dated: April 15, 2020

6  
7 \_\_\_\_\_  
Andrew Nowaczek  
8 Managing Member  
9  
10  
11  
12  
13  
14  
15  
16  
17  
18  
19  
20  
21  
22  
23  
24  
25  
26  
27  
28

**DECLARATION OF ANDREW NOWACZEK**

I, Andrew Nowaczek, declare:

1. I am the managing member of Hidden Creek Ranch, LLC and 100% shareholder. As such I have personal knowledge of the following facts and if called as a witness I could and would testify competently thereto.

2. On or about April 1, 2020, I retained the services of Michael R. Totaro ("Totaro") and the law firm of Totaro & Shanahan ("the Firm") to represent the Debtor in this case. I met with Totaro to discuss the problems with the case and to review what is expected in a corporate filing.

3. We have discussed the bankruptcy laws and procedures and recognize a LLC must be represented by counsel. It is therefore necessary that we retain the services of Totaro and the Firm to assure the Debtor receives competent advice and representation during this proceeding.

4. I selected Totaro and the Firm to represent Debtors and perform legal services in this bankruptcy case as Totaro and the Firm have considerable experience in all aspects of bankruptcy law.

5. We have signed a flat fee agreement of \$10,000 plus the filing fee. The Firm has agreed not to seek additional compensation without prior approval from Debtor and the court..

6. Totaro and the Firm are available to consult with us in this matter and have provided considerable legal advice and services in this case both before and after the filing of the petition in this case. They continue to remain available and respond promptly to our questions and concerns.

I declare under penalty of perjury that the foregoing is true and correct. Executed on April 15, 2020.

Andrew Nowaczek  
Managing Member



**DECLARATION OF MICHAEL R. TOTARO**

I, Michael R. Totaro, declare:

1. I am an attorney at law duly licensed to practice before this court and all state and federal courts in California and a partner in the law firm of Totaro & Shanahan ("the Firm"), proposed attorneys of record for Debtor/Debtor in Possession in this case. I have personal knowledge of the following facts and if called as a witness I could and would testify competently thereto. I am including in this declaration a brief summary of our background, training and experience in lieu of a resume.

2. I graduated from De Paul University in Chicago in 1970 with a BA degree in Music Education. I have a strong background in managing and reviving failing restaurant and thus in solving severe financial problems.

3. I graduated from University of California, Hastings College of the Law in San Francisco in 1981. Following Hastings, and taking the California Bar, in 1982 I completed a Master of Law program at George Washington University, The National Law Center in Law, in Law, Psychiatry and Criminology. I was admitted to the California Bar in December 1981. My partner, Maureen J. Shanahan also graduated from DePaul University Summa Cum Laude in 1976, graduated from University of California, Hastings College of the Law in San Francisco in 1981 as Order of the Coif and a member of the Thurston Society both awarded to students in the top 10 percent of their class. Ms. Shanahan also completed her Master of Law degree from George Washington University, the National Law Center in Law, Psychiatry and Criminology in 1982. She was admitted to the California Bar in December 1981.

4. Starting in 2003 we altered our practice to criminal and bankruptcy cases. Since 2009 we have completed 165 Chapter 11 cases, have confirmed 81 of those. We have represented Debtors in Possession in Ohio, Arizona and the Virgin Islands in addition to the Northern, Eastern and Southern Districts of California.

5. I have been a member of the National Association of Consumer Bankruptcy Attorneys since 2004 and have attended several of the conventions which provide excellent continuing education in the field of bankruptcy and have included

1 seminars on up to date changes in the law. I also regularly attend workshops, training and  
2 informational session provided by the trustees, courts etc.

3 6. We have agreed to a flat fee in this case and will not seek further  
4 compensation without court approval pursuant to the Bankruptcy Code, the Local  
5 Bankruptcy Roles and US Trustee Guidelines.

6 7. My investigation of disinterestedness prior to submitting this statement  
7 consisted of a review of my list of current and past clients and contacts.

8 a. Neither myself nor anyone in the Firm have had contact with  
9 Debtors' creditors or any other parties in interest or their attorneys and accountants other  
10 than as possible adversaries in other cases.

11 b. Neither myself nor anyone in the Firm have other connections  
12 with or contact with Debtors, except as listed herein, Debtors' creditors or any other parties  
13 in interest or their attorneys.

14 c. Neither myself nor anyone in the Firm represents or holds any  
15 interest in debtors' bankruptcy estate and do not represent any other individual or entity  
16 having an adverse interest to Debtors concerning this bankruptcy case.

17 d. Neither myself nor anyone in the Firm are creditors, equity  
18 security holders or an insider of the Debtors.

19 e. Neither myself nor anyone in the Firm are or was an investment  
20 banker for any outstanding security of the Debtors.

21 f. Neither myself nor anyone in the Firm have ever been an  
22 investment banker for a security of the Debtors, or an attorney for such investment banker  
23 concerning the offer, sale or issuance of any security of the Debtors.

24 g. Neither myself nor anyone in the Firm holds or represents any  
25 interests materially adverse to the estate or of any class of creditors or equity security  
26 holder, because of any direct or indirect relationship to, connection with or interest in, the  
27 Debtors or an investment for any security interest of the Debtors, or for any other reason.

28 h. Neither myself nor anyone in the Firm are relatives or  
employees of the United States Trustee or a Bankruptcy Judge.

1 i. This statement of disinterestedness is prepared by

2 Michael R. Totaro  
3 State Bar No. 102229  
4 Totaro & Shanahan  
5 P.O. Box 789  
6 Pacific Palisades, CA 90272  
7 (800) 541-2802

8 on behalf of myself and as a principal of the Firm.

9 j. After conducting the investigation described herein, I am  
10 therefore informed and believe that myself and the Firm is disinterested as that term is  
11 defined in 11 U.S.C. section 101(14).

12 8. Considering the foregoing I do not believe there is any conflict in the  
13 Firm's representation of Debtors.

14 9. My partner Maureen J. Shanahan and myself are familiar with the  
15 Bankruptcy Code, the Federal Rules of Bankruptcy Procedure and the Local Bankruptcy  
16 Rules for the Central District of California and shall comply with them.

17 I declare under penalty of perjury that the foregoing is true and correct.  
18 Executed on April 15, 2020

19 /s/ Michael R. Totaro

20 Michael R. Totaro  
21  
22  
23  
24  
25  
26  
27  
28

**PROOF OF SERVICE OF DOCUMENT**

I am over the age of 18 and not a party to this bankruptcy case or adversary proceeding. My business address is: P.O. Box 789, Pacific Palisades, CA 90272

A true and correct copy of the foregoing document entitled (*specify*): "Application by Debtors and Debtors in Possession to Employ Michael R. Totaro and Totaro and Shanahan as General Insolvency Counsel and Approval of Flat Fee" will be served or was served (**a**) on the judge in chambers in the form and manner required by LBR 5005-2(d); and (**b**) in the manner stated below:

**1. TO BE SERVED BY THE COURT VIA NOTICE OF ELECTRONIC FILING (NEF):** Pursuant to controlling General Orders and LBR, the foregoing document will be served by the court via NEF and hyperlink to the document. On April 15, 2020 I checked the CM/ECF docket for this bankruptcy case or adversary proceeding and determined that the following persons are on the Electronic Mail Notice List to receive NEF transmission at the email addresses stated below:

Service information continued on attached page

**2. SERVED BY UNITED STATES MAIL:**

On April 17, 2020 I served the following persons and/or entities at the last known addresses in this bankruptcy case or adversary proceeding by placing a true and correct copy thereof in a sealed envelope in the United States mail, first class, postage prepaid, and addressed as follows. Listing the judge here constitutes a declaration that mailing to the judge will be completed no later than 24 hours after the document is filed.

Hidden Creek Ranch, LLC 8209A Foothills Blvd. #700 Sunland, Ca 91040

x Service information continued on attached page

**3. SERVED BY PERSONAL DELIVERY, OVERNIGHT MAIL, FACSIMILE TRANSMISSION OR EMAIL (state method for each person or entity served):**

Pursuant to F.R.Civ.P. 5 and/or controlling LBR, on (*date*) \_\_\_\_\_, I served the following persons and/or entities by personal delivery, overnight mail service, or (for those who consented in writing to such service method), by facsimile transmission and/or email as follows. Listing the judge here constitutes a declaration that personal delivery on, or overnight mail to, the judge will be completed no later than 24 hours after the document is filed.

Service information continued on attached page

I declare under penalty of perjury under the laws of the United States that the foregoing is true and correct.

April 17 2020

Michael R. Totaro

/s/ Michael R. Totaro

ECF Service List

- **Michael R Totaro** Ocbkatty@aol.com
- **United States Trustee (LA)** [ustpreion16.la.ecf@usdoj.gov](mailto:ustpreion16.la.ecf@usdoj.gov)

Manual Service List

**Andrew Nowaczek & Audrey Nowaczek**  
10050 Wornom  
Sunland, CA 91040

**Barlit Consulting, Inc.**  
10010 Helen Ave.  
Sunland, CA 91040

**GM Engineering, Inc**  
6634 Valjean Ave.  
Van Nuys, CA 91406

**Kacey Gwangjoon Ko and**  
Kyongho Shin Ko  
6817 Apperson St.  
Tujunga, CA 91042

**Los Angeles County Tax Collector**  
Revenue & Enforcement  
P.O. Box 54110  
Los Angeles, CA 90054

**Pavel Ivanov**  
1509 N. Crescent Heights Blvd. #6  
West Hollywood, CA 90046